

# Exhibit D-14

STATEMENT OF ACCOUNT

**RAY QUINNEY & NEBEKER**

A PROFESSIONAL CORPORATION

ATTORNEYS AT LAW

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FEDERAL TAX ID NO. 87-0350651

Debtor USA Commercial Mortgage Co., et al.  
Thomas J. Allison 4484 South Pecos Road  
Las Vegas, NV 89121

August 25, 2006  
Invoice No. \*\*\*\*\*

For Legal Services Rendered Through July 31, 2006

**Matter No. 34585-00019**

**FTD Committee Relations**

07/03/06 S Strong	.15	Arrange details and outline issues for weekly committees call this week, and exchange emails with committees counsel regarding same (0.6).
07/03/06 S Strong	.10	Exchange emails with B. J. Kotter regarding FTD Committees information requests (0.1).
07/05/06 S Strong	.40	Participate in weekly conference call with committees and debtors professionals (0.8); confer with A. W. Jarvis regarding issues raised by committees concerning motion to distribute, and draft email to committees counsel regarding their views on distribution (0.8).
07/05/06 S Strong	.10	Exchange emails and telephone conference with M. Kehl regarding logistics for July 11 meeting with committees and new information requests from committees (0.4).
07/05/06 S Strong	.30	Participate in follow-up calls with M. Levinson and E. Karasik regarding development of Motion to Distribute (0.6).

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- 07/06/06 S Strong .15 Review emails from committees counsel regarding various positions on motion to distribute (0.3); exchange emails with L. Schwartz regarding logistics for July 11 meeting with committees, and telephone conference with him regarding same (0.2); telephone conference with A. W. Jarvis regarding same (0.1).
- 07/07/06 S Strong .16 Telephone conference with A. W. Jarvis regarding issues and arrangements for next weeks meeting with Committees (0.5); exchange emails with L. Schwartz regarding same (0.2).
- 07/09/06 A Jarvis .10 Correspondence on committee presentation.
- 07/10/06 A Jarvis .25 Conference call with T. Allison, M. Kehl, S. Smith, S. C. Strong regarding presentation for committee meeting, investor statement issues.
- 07/10/06 B Kotter .40 E-mail exchange regarding privacy issues and the committee's discovery requests (.3); brief initial review of actual joint request (.2); legal research on Bank's obligation to inform customers of subpoena (1.1).
- 07/10/06 D Monson .13 Review M. Kehl summary for Committees Meeting of Standard Property Development settlement proposal, and e-mail to M. Kehl with revisions and comments on appraisal issues, and further analysis of Standard Property appraisal (0.5).
- 07/10/06 S Strong 1.10 Review email from C. Pajak regarding various information requests by FTDC, review issues, and draft response (0.7); review email from C. Pajak and new Joint Information Request from committees (0.3); email to B. J. Kotter and E. A. Monson regarding same (0.1).
- 07/10/06 S Strong 1.00 Work on materials for debtors presentation to Committees this week, and exchange emails with M. Kehl regarding same (1.3); prepare for weekly call with Committees professionals and exchange emails with S. Smith regarding

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information for same (0.6); participate in weekly call with committees professionals (0.7); telephone conference with A. W. Jarvis, T. Allison and Mesirow team regarding issues and planning for meeting with Committees this week (1.0); review email from A. W. Jarvis regarding additional materials needed for meeting, and review and assemble same (0.4).

- 07/11/06 A Jarvis 1.47 Preparation for and attendance at Committee meetings.
- 07/11/06 B Kotter .23 Conference with S. C. Strong regarding committee meeting (.3); e-mail to J. Reed at Mesirow and review of power point presentation (.2); forward presentation to counsel (.3); follow up on document request with S. C. Strong (.1).
- 07/11/06 S Strong .20 Review various loan summaries and loan information (0.3); telephone conference with M. Kehl regarding presentation to committees today (0.1); confer with B. J. Kotter regarding circulating copies of presentation, email to committees counsel regarding same, and review email from B. J. Kotter regarding same (0.4).
- 07/11/06 S Strong .40 Review email from C. Carlyon regarding loan and collateral information requested by FTDC, email to S. C. Tingey regarding same, and confer with him regarding same (0.4).
- 07/12/06 B Kotter .22 Review of document requests from committee (.6); conference with S. C. Strong regarding requests and debtors response with objections and production of various documents (.3).
- 07/12/06 E Monson .08 Discussion with S. C. Strong regarding discovery issues and review e-mail on joint committee request for information (.3).
- 07/12/06 S Strong .36 Further review and analysis of Joint Document Request from committees requesting 96 items of information (0.9); conferences with B. J. Kotter and E. Monson regarding same (0.6).

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- 07/12/06 S Strong .50 Review docket and exchange emails with E. Karasik and J. McPherson regarding extension for responding to motions to distribute and use cash (0.2); review email from E. Karasik requesting loan documents for loans outside of FTD Fund, and exchange emails with M. Kehl, S. Smith and A. W. Jarvis regarding same (0.3).
- 07/13/06 B Kotter .21 Respond to e-mail inquiry regarding committees' review of documents with their financial advisors and discuss privilege issues (.7).
- 07/13/06 S Strong .01 Confer with A. W. Jarvis regarding joint information request from committees (0.2); exchange emails with A. W. Jarvis, M. Kehl and E. A. Monson regarding general issues concerning dissemination of information to committees (0.3); review emails from A. W. Jarvis and S. Smith regarding joint information request of committees and further procedures needed (0.2).
- 07/13/06 S Strong 1.00 Exchange various emails with S. Smith and A. W. Jarvis regarding disseminated to FTDCs advisors (0.3); telephone conference with M. Kehl regarding Diversified Fund loan documents requested by FTD Committee (0.1); telephone conference with A. W. Jarvis regarding same (0.1); telephone conference with M. Levinson regarding same (0.1); email to and telephone conference with M. Kehl regarding same (0.2); exchange emails with E. Karasik and C. Carlyon regarding same (0.1); exchange emails with J. Reed regarding providing requested information to FTDC (0.1).
- 07/14/06 A Jarvis .05 Correspondence regarding weekly committee meeting.
- 07/14/06 B Kotter .45 Conference with S. C. Strong regarding subpoena response and procedures for handling document requests (.3); telephone conference call with A. W. Jarvis, S. C. Strong, and E. A. Monson regarding production issues (1.1); prepare for production issues (.4).

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07/14/06 S Strong	.35 Further review of Joint Document Request from committees (0.3); participate in conference call with RQN and Mesirow teams regarding responding to same (1.1).
07/14/06 S Strong	.20 Exchange emails with C. Carlyon regarding Diversified loan documents requested by FTD Committee, and exchange emails with J. Reed and A. W. Jarvis regarding same (0.2).
07/17/06 B Kotter	2.20 Continue reviewing documents for privilege and formulating response to the committees' joint request (8.2); telephone conference with S. C. Strong regarding privilege/confidentiality and privacy concerns (.6).
07/17/06 R Madsen, II	.11 Work on preparation for document review and production in Las Vegas.
07/17/06 S Strong	.36 Telephone conference with B. J. Kotter and E. A. Monson regarding issues in responding to joint committees document request (0.6); exchange emails with C. Pajak regarding progress with same (0.1); review emails from B. J. Kotter regarding categories of responsive information in loan files, and email to A. W. Jarvis regarding same (0.2); review and analysis of spreadsheets circulated to committees advisors containing backup for the Supplement to Motion to Distribute (0.6).
07/18/06 A Jarvis	.05 Conference call with T. Allison regarding Boise Gowan.
07/18/06 A Jarvis	.05 Correspondence on updated financing needs.
07/18/06 A Jarvis	.05 Correspondence on document request on loan files.
07/18/06 A Jarvis	.07 Correspondence on documents requested by Committees.
07/18/06 A Jarvis	.08 Correspondence on Boise Gowan funding needs.
07/18/06 A Jarvis	.07 Correspondence on Rio Rancho and the Gardens.

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07/18/06 A Jarvis	.07	Correspondence on issues relating to guarantees.
07/18/06 B Kotter	2.35	Continue working on response to committees' joint request including meeting with various USA people possessing knowledge relevant to request; continue review of documents for privilege concerns.
07/18/06 R Madsen, II	.75	Review of loan documentation and communications with respect to attorney-client privileged communications.
07/18/06 R Madsen, II	.70	Work on creating privileged log of attorney-client privileged documentation.
07/18/06 E Monson	1.05	Meet with Angie and work through Joint Committee requests and organization chart (4.2).
07/18/06 S Strong	.10	Review emails from committees professionals, regarding same (0.4).
07/18/06 S Strong	.15	Telephone conference with B. J. Kotter and E. A. Monson regarding status of their review of documents to be produced in response to committees request (0.3); further discussions with B. J. Kotter regarding same (0.3).
07/18/06 S Strong	.21	Participate in telephone conference with S. Smith and committees FAs regarding Motion to Distribute calculations and assumptions (.9).
07/18/06 S Strong	.40	Review email from C. Pajak regarding investor questions, confer with C. Hurst regarding same, email to C. Pajak regarding procedure for processing investor questions, and review emails from C. Hurst and C. Pajak regarding same (.4).

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- 07/18/06 A Tsu 1.75 Review of loan documentation and communications with respect to attorney-client privilege, work product privilege and other privileged communications (3.0); creating a privilege log for documents determined to be privileged (2.8); reviewing investor files to create sample files for discovery purposes; reviewing and redacting information relating to same (1.2).
- 07/19/06 A Jarvis .50 Conference call with Committees regarding document production, distribution motion, unfunded requirements, plan issues.
- 07/19/06 A Jarvis .08 Correspondence with T. Allison regarding committee meeting.
- 07/19/06 A Jarvis .08 Correspondence with T. Allison regarding meetings with Committee.
- 07/19/06 B Kotter 1.57 Meeting with E. A. Monson regarding response to joint request (.8); phone conference with E. A. Monson, S. C. Strong, A. W. Jarvis and Mesirow regarding production (.6); weekly joint committee phone call (2.3); work on response to request (2.1); phone call with R. Charles and paralegal regarding imaging of documents and possibility of web-based hosting (.2); e-mail exchange with Natalie (.3).
- 07/19/06 E Monson .10 Meet with B. J. Kotter to discuss joint committee requests (.4).
- 07/19/06 E Monson .45 Participate in committee conference call (1.8).
- 07/19/06 E Monson .34 Follow up on possible protective order and other issues relating to response to joint committee requests (1.4).
- 07/19/06 E Monson .07 Review e-mails from B. J. Kotter and others regarding document production issues (.3).
- 07/19/06 S Strong .75 Participate in conference call with A. W. Jarvis, E. A. Monson, B. J. Kotter and Mesirow team regarding document production issues in responding to joint committees request (0.5); participate in weekly



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conference call with committees professionals regarding various pending issues (2.0); telephone conference with R. Charles regarding process for responding to joint committees document request (0.2); telephone conference with R. Charles, N. Tanner, and B. J. Kotter regarding same (0.3).

07/19/06 S Tingey	.77 Meeting with A. W. Jarvis and other attorneys regarding administrative coordination and status issues (1.1); compile and review guarantor information regarding issues raised by committees (1.6).
07/20/06 A Jarvis	.20 Conference call with Mesirow team regarding document production, investor statements, information for committees.
07/20/06 A Jarvis	.20 Conference call with M. Olson and T. Allison regarding response to S. Bice, response to inquiries.
07/20/06 A Jarvis	.20 Review analysis by UCC financial advisor on holdback, information for committee meeting.
07/20/06 B Kotter	.43 Finish redacting proposed sample investor files (.8); continue work on responding to the committees' joint request (.9).
07/20/06 E Monson	.05 Draft and send e-mail to R. Hilson regarding joint committee request (.2).
07/20/06 E Monson	.40 Work on review and response to joint committee requests (1.6).
07/20/06 S Strong	1.15 Exchange emails with B. J. Kotter regarding SEC document production requested by committees, and confer with M. W. Pugsley regarding same (0.3); review redacted investor files from B. J. Kotter and exchange emails with him and E. A. Monson regarding same (0.3); arrange for tomorrow's conference call with committees regarding details of proposed distribution to investors, exchange emails with M. Kehl regarding same, and send email to committees

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working group regarding same (0.5); research and analysis of possible legal grounds for and against allowing investors to offset unpaid principal against overpaid interest (2.4); various discussions with A. W. Jarvis regarding same (0.4); telephone conference with A. W. Jarvis, T. Allison and S. Smith regarding same (0.4); exchange emails with S. Smith, T. Allison and R. Charles regarding recharacterization of prepaid interest and principal payments within certain loans (0.3).

07/21/06 A Jarvis	.25 Conference call with Committees.
07/21/06 B Kotter	.17 Draft e-mail to M. Olsen regarding response to committees' joint request (.7).
07/21/06 E Monson	.05 Review e-mails from B. J. Kotter and M. Olson regarding joint committee requests (.2).
07/21/06 E Monson	.08 Review e-mail from R. Hilson on joint committee request and send reply (.2); Review additional e-mail response from R. Hilson (.1).
07/21/06 S Strong	.30 Participate in conference call with debtors' and committees' professionals regarding details of proposed distribution of funds (1.0); follow-up discussions with A. W. Jarvis regarding same (0.2).
07/21/06 S Strong	.10 Confer with S. C. Tingey regarding loan summary needed for committees (0.3); review email from S. C. Tingey to S. Steele regarding same (0.1).
07/21/06 S Strong	.05 Review emails from B. J. Kotter and USA staff regarding document production progress and logistics in responding to joint committee request (.2).
07/21/06 S Strong	.20 Review email from E. Karasik regarding meeting Tuesday with FTD committee chair and T. Allison, confer with A. W. Jarvis regarding same, and exchange emails with E. Karasik regarding same (.2).

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07/24/06 D Monson	.20 Review and respond to e-mails on information provided to the First Trust Deed Committee on the HFA Loans Forbearance (0.2).
07/25/06 A Jarvis	.33 Meeting with Committees, potential bidder.
07/25/06 A Jarvis	1.15 Meeting with FTDF and ECC committee members and professionals.
07/25/06 B Kotter	.55 Conference with M. W. Pugsley regarding SEC production issues and response to joint committee request (.4); meet with IT regarding duplication of CD/DVD's of documents (.3); conference with S. C. Strong regarding document production issues (.4); continue work on cataloging documents and preparing response to request (2.4).
07/25/06 R Madsen, II	.41 Review and revisions to privileged documents log.
07/25/06 E Monson	.20 Review e-mail from A. Parlen regarding requests for list of parties in First Trust Deed Fund (.2).
07/25/06 E Monson	.20 Review e-mails from E. Karasik and A. W. Jarvis regarding list of investors in First Trust Deed Fund and send reply (.2).
07/25/06 E Monson	.57 Conference with A. W. Jarvis, T. Allison and representatives of First Trust Deed Committee and Direct Lenders Committee and counsel (2.3).
07/25/06 S Strong	.06 Telephone conference with M. Kehl and J. Nugent regarding revised Funding Requirements list for committees (.2); exchange emails with M. Kehl regarding Hilco appraisals requested by committees (.1).
07/25/06 S Strong	.30 Review emails from FTD advisor and S. Smith regarding different classes of Fund Members in FTD Fund and proposed distributions to same, and review Fund documents regarding same (.3).
07/26/06 A Jarvis	.10 Correspondence with E. Karasik regarding meeting with committees.

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07/26/06 A Jarvis	.10 Correspondence with Committees on Motion to Distribute.
07/26/06 A Jarvis	.32 Telephone conference with S. C. Strong regarding committee meetings, motion to distribute funds, plan negotiations.
07/26/06 A Jarvis	.07 Correspondence regarding motion to distribute, recoupment issues.
07/26/06 B Kotter	2.65 Review CDs produced to SEC (.8); conference with R. H. Madsen regarding continued privilege review (.4); conference with E. A. Monson regarding response to joint request (.3); conference with R. Hilson regarding response (.3); meeting with potential vendors (1.8); obtain file from Gould and review for privilege (1.6); continued work on response to committee request (5.4).
07/26/06 R Madsen, II	2.35 Corporate document review and production with respect to various corporate entities, limited liability companies and other entities in response to joint committee request.
07/26/06 E Monson	.30 Meet with R. Hilson, LePome, and S. Smith to go over financial information requested in joint committee requests (1.2).
07/26/06 E Monson	.40 Work on other issues involving joint committee requests including discussions with R. Madsen regarding privilege, confidentiality and privacy issues (1.6).
07/26/06 E Monson	.05 Discussion with S. C. Strong on document production issues (.2).
07/26/06 E Monson	.05 Draft e-mail to S. Smith regarding direct lender requests and lists of investors to Diversified and First Trust Deed Funds (.2).
07/26/06 E Monson	.12 Review e-mail from S. Smith and drafts of investor lists and send reply e-mails (.5).

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- 07/26/06 S Strong .11 Exchange various emails with counsel for committees regarding rescheduling weekly conference call (0.2); confer with S. C. Tingey regarding status of loan summaries requested by committees (0.1); telephone conferences with B. J. Kotter and E. A. Monson regarding issues in responding to joint committees document requests (0.2).
- 07/26/06 S Strong .60 Review email from A. Parlen requesting information regarding claims filed against FTDF, and review emails from A. W. Jarvis, S. Smith, and E. A. Monson regarding same (0.3); review information from S. Smith regarding same, and draft email to A. Parlen responding to information request regarding same (0.3).
- 07/27/06 A Jarvis .05 Draft agenda for Committee conference call.
- 07/27/06 A Jarvis .05 Correspondence with Committees regarding Rio Rancho proposal.
- 07/27/06 A Jarvis .47 Conference call with four committees regarding motion to distribute, Rio Rancho, exclusivity, plan progress.
- 07/27/06 B Kotter 2.20 Continued review of loan files and corporate records for privilege (1.7); e-mail to A. W. Jarvis, S. C. Strong, S. C. Tingey regarding loan file from Gould Patterson (.4); work on response to committee's joint request in cooperation with E. A. Monson (4.4); including meeting with M. Olson (1.1); and other employees (.6); phone call with S. C. Strong regarding scope (.6).
- 07/27/06 R Madsen, II 2.41 Corporate document review and production with respect to various corporate entities, limited liability companies and other entities in response to joint committee request.
- 07/27/06 E Monson .15 Go through files in Vicki Loob's office to determine if responsive to request (.6).
- 07/27/06 E Monson .05 Draft e-mail to S. Smith regarding sending out lists of people in funds to committee counsel and status of direct lender names (.2).

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- 07/27/06 E Monson .87 Work on joint committee requests outlining status of what has been identified and what still need to be done (3.5).
- 07/27/06 E Monson .08 Review e-mail exchange involving Rob Charles, A. W. Jarvis and Natalee Tanner involving document request and scanning and discuss with B. J. Kotter (.3).
- 07/27/06 E Monson .12 Conference with S. C. Strong and B. J. Kotter regarding Rob Charles e-mail exchange and document production (.5).
- 07/27/06 S Strong .55 Participate in weekly conference call with debtors and committees counsel regarding various pending issues (1.7); telephone conference with B. J. Kotter and E. A. Monson regarding progress in reviewing and preparing documents, and arranging logistics, for response to joint committees request (.5).
- 07/27/06 S Strong .60 Review email from C. Pajak, and telephone conference with C. Pajak, joined in part by S. Smith, regarding FTD Committees questions regarding Motion to Distribute (0.5); confer with A. W. Jarvis regarding same (0.1).
- 07/28/06 B Kotter 1.25 Follow up with Natalie Tanner regarding imaging request and draft e-mail to USA persons regarding vendor inquiries (.6); review of confidentiality agreements for S. C. Strong (1.3); follow up on joint committee request issues (1.4); legal research related to motion to distribute replies (1.7).
- 07/28/06 S Strong .21 Review email from M. Haftl with copies of all executed confidentiality agreements with potential DIP lenders and purchasers, as requested by Committees, and confer with B. J. Kotter regarding further review needed of debtors reciprocal confidential obligations respecting same (0.4); follow-up discussion with B. J. Kotter regarding same (0.1); telephone conference with M. Haftl regarding appraisal documents requested by UCC member

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(0.1); exchange emails with R. Charles regarding same, follow-up call with J. Reed and M. Haftl regarding same, and exchange follow-up emails with A. W. Jarvis and M. Haftl regarding same (0.3).

07/31/06 A Jarvis	.13 Correspondence with committee on plan proposals; confidentiality agreement regarding term sheet proposal.
07/31/06 A Jarvis	.17 Conference call with committees regarding exclusivity period extension, plan negotiations, document production, motion to distribute, funding requirements.
07/31/06 B Kotter	.05 Conference with E. A. Monson regarding production (.2).
07/31/06 E Monson	.20 Work on joint committee requests and review e-mails from B. J. Kotter (.8).
07/31/06 E Monson	.03 Draft e-mail to LeeAnn Weese regarding follow up on joint committee requests for financial information (.1).
07/31/06 S Strong	.30 Review notes and prepare agenda for weekly call with committees (0.3); participate in weekly conference call with Committees (0.6); telephone conference with S. Smith, J. Nugent and A. W. Jarvis regarding issues raised on weekly call (0.3).
07/31/06 S Strong	1.10 Telephone conference with C. Pajak regarding objecting to claims against FTD Fund and related issues raised by C. Cunningham for her creditor client (0.2); telephone conference with C. Cunningham regarding same (0.2); exchange follow-up emails with C. Pajak regarding same (0.3); exchange emails with A. W. Jarvis regarding same (0.2); review objection to motion to distribute filed by C. Cunningham client based on claim filed against FTD Fund (0.2).

TOTAL FOR LEGAL SERVICES RENDERED

\$12,065.86

# Exhibit D-15



STATEMENT OF ACCOUNT

**RAY QUINNEY & NEBEKER**

A PROFESSIONAL CORPORATION

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Thomas J. Allison 4484 South Pecos Road  
Las Vegas, NV 89121

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For Legal Services Rendered Through July 31, 2006

**Matter No. 34585-00020**

**Diversified Committee Relations**

07/03/06 S Strong	.15 Arrange details and outline issues for weekly committees call this week, and exchange emails with committees counsel regarding same (0.6).
07/05/06 S Strong	.10 Exchange emails and telephone conference with M. Kehl regarding logistics for July 11 meeting with committees and new information requests from committees (0.4).
07/05/06 S Strong	.40 Participate in weekly conference call with committees and debtors professionals (0.8); confer with A. W. Jarvis regarding issues raised by committees concerning motion to distribute, and draft email to committees counsel regarding their views on distribution (0.8).
07/05/06 S Strong	.30 Participate in follow-up calls with M. Levinson and E. Karasik regarding development of Motion to Distribute (0.6).

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- 07/06/06 S Strong .15 Review emails from committees counsel regarding various positions on motion to distribute (0.3); exchange emails with L. Schwartz regarding logistics for July 11 meeting with committees, and telephone conference with him regarding same (0.2); telephone conference with A. W. Jarvis regarding same (0.1).
- 07/07/06 S Strong .40 Review email from M. Levinson regarding arranging meetings regarding Diversified loans (0.1); telephone conference with A. W. Jarvis regarding same (0.2); email to T. Allison and M. Kehl regarding same (0.1).
- 07/07/06 S Strong .18 Telephone conference with A. W. Jarvis regarding issues and arrangements for next weeks meeting with Committees (0.5); exchange emails with L. Schwartz regarding same (0.2).
- 07/09/06 A Jarvis .10 Correspondence on committee presentation.
- 07/10/06 A Jarvis .30 Correspondence with DTDF counsel regarding meeting with Ashby regarding Diversified loans.
- 07/10/06 A Jarvis .25 Conference call with T. Allison, M. Kehl, S. Smith, S. C. Strong regarding presentation for committee meeting, investor statement issues.
- 07/10/06 B Kotter .40 E-mail exchange regarding privacy issues and the committee's discovery requests (.3); brief initial review of actual joint request (.2); legal research on Bank's obligation to inform customers of subpoena (1.1).
- 07/10/06 D Monson .13 Review M. Kehl summary for Committees Meeting of Standard Property Development settlement proposal, and e-mail to M. Kehl with revisions and comments on appraisal issues, and further analysis of Standard Property appraisal (0.5).
- 07/10/06 S Strong 1.00 Work on materials for debtors presentation to Committees this week, and exchange emails with M. Kehl regarding same (1.3); prepare for weekly call with Committees professionals and exchange emails with S. Smith regarding

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information for same (0.6); participate in weekly call with committees professionals (0.7); telephone conference with A. W. Jarvis, T. Allison and Mesirow team regarding issues and planning for meeting with Committees this week (1.0); review email from A. W. Jarvis regarding additional materials needed for meeting, and review and assemble same (0.4).

- 07/11/06 A Jarvis 1.47 Preparation for and attendance at Committee meetings.
- 07/11/06 B Kotter .23 Conference with S. C. Strong regarding committee meeting (.3); e-mail to J. Reed at Mesirow and review of power point presentation (.2); forward presentation to counsel (.3); follow up on document request with S. C. Strong (.1).
- 07/11/06 S Strong .20 Review various loan summaries and loan information (0.3); telephone conference with M. Kehl regarding presentation to committees today (0.1); confer with B. J. Kotter regarding circulating copies of presentation, email to committees counsel regarding same, and review email from B. J. Kotter regarding same (0.4).
- 07/12/06 B Kotter .22 Review of document requests from committee (.6); conference with S. C. Strong regarding requests and debtors response with objections and production of various documents (.3).
- 07/12/06 E Monson .08 Discussion with S. C. Strong regarding discovery issues and review e-mail on joint committee request for information (.3).
- 07/12/06 S Strong .38 Further review and analysis of Joint Document Request from committees requesting 96 items of information (0.9); conferences with B. J. Kotter and E. Monson regarding same (0.6).
- 07/13/06 B Kotter .21 Respond to e-mail inquiry regarding committees' review of documents with their financial advisors and discuss privilege issues (.7).

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07/13/06 S Strong	.40 Exchange emails with J. Hermann regarding Tree Moss transaction concerning Epic loan, confer with A. W. Jarvis regarding same, and email to S. Smith regarding further information requested by Diversified Committee regarding same (.4).
07/13/06 S Strong	.23 Confer with A. W. Jarvis regarding joint information request from committees (0.2); exchange emails with A. W. Jarvis, M. Kehl and E. A. Monson regarding general issues concerning dissemination of information to committees (0.3); review emails from A. W. Jarvis and S. Smith regarding joint information request of committees and further procedures needed (0.2).
07/14/06 A Jarvis	.30 Correspondence on meeting with Diversified Committee.
07/14/06 A Jarvis	.05 Correspondence regarding weekly committee meeting.
07/14/06 B Kotter	.45 Conference with S. C. Strong regarding subpoena response and procedures for handling document requests (.3); telephone conference call with A. W. Jarvis, S. C. Strong, and E. A. Monson regarding production issues (1.1); prepare for production issues (.4).
07/14/06 S Strong	.35 Further review of Joint Document Request from committees (0.3); participate in conference call with RQN and Mesirow teams regarding responding to same (1.1).
07/16/06 A Jarvis	1.80 Review documentation on Diversified Trust and portfolio in preparation for meeting.
07/17/06 A Jarvis	1.80 Meeting with M. Tucker and M. Levinson regarding Ashby loans, issues regarding Diversified portfolio; draft e-mail regarding portfolio questions.
07/17/06 A Jarvis	.80 Meeting with M. Levinson, J. Hermann, T. Allison regarding issues with Diversified portfolio, action plan going forward.

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07/17/06 B Kotter	2.20	Continue reviewing documents for privilege and formulating response to the committees' joint request (8.2); telephone conference with S. C. Strong regarding privilege/confidentiality and privacy concerns (.6).
07/17/06 R Madsen, II	.13	Work on preparation for document review and production in Las Vegas.
07/17/06 S Strong	.38	Telephone conference with B. J. Kotter and E. A. Monson regarding issues in responding to joint committees document request (0.6); exchange emails with C. Pajak regarding progress with same (0.1); review emails from B. J. Kotter regarding categories of responsive information in loan files, and email to A. W. Jarvis regarding same (0.2); review and analysis of spreadsheets circulated to committees advisors containing backup for the Supplement to Motion to Distribute (0.6).
07/18/06 A Jarvis	.08	Correspondence on Boise Gowan funding needs.
07/18/06 A Jarvis	.05	Correspondence on document request on loan files.
07/18/06 A Jarvis	.07	Correspondence on documents requested by Committees.
07/18/06 A Jarvis	.05	Conference call with T. Allison regarding Boise Gowan.
07/18/06 A Jarvis	.05	Correspondence on updated financing needs.
07/18/06 A Jarvis	.07	Correspondence on Rio Rancho and the Gardens.
07/18/06 A Jarvis	.07	Correspondence on issues relating to guarantees.
07/18/06 B Kotter	2.35	Continue working on response to committees' joint request including meeting with various USA people possessing knowledge relevant to request; continue review of documents for privilege concerns.
07/18/06 R Madsen, II	.75	Review of loan documentation and communications with respect to attorney-client privileged communications.

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07/18/06 R Madsen, II	.70	Work on creating privileged log of attorney-client privileged documentation.
07/18/06 E Monson	1.05	Meet with Angie and work through Joint Committee requests and organization chart (4.2).
07/18/06 S Strong	.15	Telephone conference with B. J. Kotter and E. A. Monson regarding status of their review of documents to be produced in response to committees request (0.3); further discussions with B. J. Kotter regarding same (0.3).
07/18/06 S Strong	.10	Review emails from committees professionals regarding same (0.4).
07/18/06 S Strong	.23	Participate in telephone conference with S. Smith and committees FAs regarding Motion to Distribute calculations and assumptions (.9).
07/18/06 A Tsu	1.75	Review of loan documentation and communications with respect to attorney-client privilege, work product privilege and other privileged communications (3.0); creating a privilege log for documents determined to be privileged (2.8); reviewing investor files to create sample files for discovery purposes; reviewing and redacting information relating to same (1.2).
07/19/06 A Jarvis	.80	Telephone conference with Diversified Committee counsel regarding portfolio problems, asset recovery issues.
07/19/06 A Jarvis	.50	Conference call with Committees regarding document production, distribution motion, unfunded requirements, plan issues.
07/19/06 A Jarvis	.08	Correspondence with T. Allison regarding committee meeting.
07/19/06 A Jarvis	.08	Correspondence with T. Allison regarding meetings with Committee.

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- 07/19/06 B Kotter 1.57 Meeting with E. A. Monson regarding response to joint request (.8); phone conference with E. A. Monson, S. C. Strong, A. W. Jarvis and Mesirow regarding production (.6); weekly joint committee phone call (2.3); work on response to request (2.1); phone call with R. Charles and paralegal regarding imaging of documents and possibility of web-based hosting (.2); e-mail exchange with Natalie (.3).
- 07/19/06 E Monson .10 Meet with B. J. Kotter to discuss joint committee requests (.4).
- 07/19/06 E Monson .07 Review e-mails from B. J. Kotter and others regarding document production issues (.3).
- 07/19/06 E Monson .36 Follow up on possible protective order and other issues relating to response to joint committee requests (1.4).
- 07/19/06 E Monson .45 Participate in committee conference call (1.8).
- 07/19/06 S Strong .75 Participate in conference call with A. W. Jarvis, E. A. Monson, B. J. Kotter and Mesirow team regarding document production issues in responding to joint committees request (0.5); participate in weekly conference call with committees professionals regarding various pending issues (2.0); telephone conference with R. Charles regarding process for responding to joint committees document request (0.2); telephone conference with R. Charles, N. Tanner, and B. J. Kotter regarding same (0.3).
- 07/19/06 S Tingey .39 Meeting with A. W. Jarvis and other attorneys regarding administrative coordination and status issues (1.1); compile and review guarantor information regarding issues raised by committees (1.6).
- 07/20/06 A Jarvis .20 Review analysis by UCC financial advisor on holdback, information for committee meeting.
- 07/20/06 A Jarvis .20 Conference call with Mesirow team regarding document production, investor statements, information for committees.

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- 07/20/06 B Kotter .43 Finish redacting proposed sample investor files (.8); continue work on responding to the committees' joint request (.9).
- 07/20/06 E Monson .05 Draft and send e-mail to R. Hilson regarding joint committee request (.2).
- 07/20/06 E Monson .40 Work on review and response to joint committee requests (1.6).
- 07/20/06 S Strong 1.50 Participate in conference call with debtors professionals and Diversified Committees professionals regarding distribution issues and offsetting (1.2); confer with A. W. Jarvis regarding issues raised on call and further research needed (0.3).
- 07/20/06 S Strong 1.15 Exchange emails with B. J. Kotter regarding SEC document production requested by committees, and confer with M. W. Pugsley regarding same (0.3); review redacted investor files from B. J. Kotter and exchange emails with him and E. A. Monson regarding same (0.3); arrange for tomorrow's conference call with committees regarding details of proposed distribution to investors, exchange emails with M. Kehl regarding same, and send email to committees working group regarding same (0.5); research and analysis of possible legal grounds for and against allowing investors to offset unpaid principal against overpaid interest (2.4); various discussions with A. W. Jarvis regarding same (0.4); telephone conference with A. W. Jarvis, T. Allison and S. Smith regarding same (0.4); exchange emails with S. Smith, T. Allison and R. Charles regarding recharacterization of prepaid interest and principal payments within certain loans (0.3).
- 07/21/06 A Jarvis .25 Conference call with Committees.
- 07/21/06 B Kotter .17 Draft e-mail to M. Olsen regarding response to committees' joint request (.7).
- 07/21/06 E Monson .08 Review e-mail from R. Hilson on joint committee request and send reply (.2); Review additional e-mail response from R. Hilson (.1).



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07/21/06 E Monson	.05 Review e-mails from B. J. Kotter and M. Olson regarding joint committee requests (.2).
07/21/06 S Strong	.30 Participate in conference call with debtors' and committees' professionals regarding details of proposed distribution of funds (1.0); follow-up discussions with A. W. Jarvis regarding same (0.2).
07/21/06 S Strong	.10 Confer with S. C. Tingey regarding loan summary needed for committees (0.3); review email from S. C. Tingey to S. Steele regarding same (0.1).
07/21/06 S Strong	.05 Review emails from B. J. Kotter and USA staff regarding document production progress and logistics in responding to joint committee request (.2).
07/24/06 S Strong	.20 Exchange emails with M. Kehl and S. Smith regarding further information requests of Diversified Fund (0.2).
07/25/06 A Jarvis	1.90 Meetings with Diversified Committee Counsel and J. Milanowski; meeting with J. Milanowski regarding Diversified portfolio, asset recovery.
07/25/06 A Jarvis	.33 Meeting with Committees, potential bidder.
07/25/06 B Kotter	1.53 Conference with M. W. Pugsley regarding SEC production issues and response to joint committee request (.4); meet with IT regarding duplication of CD/DVD's of documents (.3); conference with S. C. Strong regarding document production issues (.4); continue work on cataloging documents and preparing response to request (2.4).
07/25/06 R Madsen, II	.43 Review and revisions to privileged documents log.
07/25/06 E Monson	.57 Conference with A. W. Jarvis, T. Allison and representatives of First Trust Deed Committee and Direct Lenders Committee and counsel (2.3).

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- 07/25/06 S Strong .50 Telephone conference with A. W. Jarvis regarding questions from Diversified Committee for meeting today with J. Milanowski (0.1); review proposed questions and related materials from M. Tucker, and forward same to R. Walker (0.4).
- 07/25/06 S Strong .08 Telephone conference with M. Kehl and J. Nugent regarding revised Funding Requirements list for committees (.2); exchange emails with M. Kehl regarding Hilco appraisals requested by committees (.1).
- 07/26/06 A Jarvis .32 Telephone conference with S. C. Strong regarding committee meetings, motion to distribute funds, plan negotiations.
- 07/26/06 A Jarvis .10 Correspondence with Committees on Motion to Distribute.
- 07/26/06 A Jarvis .07 Correspondence regarding motion to distribute, recoupment issues.
- 07/26/06 B Kotter 2.65 Review CDs produced to SEC (.8); conference with R. H. Madsen regarding continued privilege review (.4); conference with E. A. Monson regarding response to joint request (.3); conference with R. Hilson regarding response (.3); meeting with potential vendors (1.8); obtain file from Gould and review for privilege (1.6); continued work on response to committee request (5.4).
- 07/26/06 R Madsen, II 2.35 Corporate document review and production with respect to various corporate entities, limited liability companies and other entities in response to joint committee request.
- 07/26/06 E Monson .05 Draft e-mail to S. Smith regarding direct lender requests and lists of investors to Diversified and First Trust Deed Funds (.2).
- 07/26/06 E Monson .12 Review e-mail from S. Smith and drafts of investor lists and send reply e-mails (.5).
- 07/26/06 E Monson .30 Meet with R. Hilson, LePome, and S. Smith to go over financial information requested in joint committee requests (1.2).

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07/26/06 E Monson	.40	Work on other issues involving joint committee requests including discussions with R. Madsen regarding privilege, confidentiality and privacy issues (1.6).
07/26/06 E Monson	.05	Discussion with S. C. Strong on document production issues (.2).
07/26/06 S Strong	.10	Confer with S. Tingey regarding follow-up needed with Diversified Committee and IP regarding Epic loan situation (0.1).
07/26/06 S Strong	.13	Exchange various emails with counsel for committees regarding rescheduling weekly conference call (0.2); confer with S. C. Tingey regarding status of loan summaries requested by committees (0.1); telephone conferences with B. J. Kotter and E. A. Monson regarding issues in responding to joint committees document requests (0.2).
07/26/06 S Tingey	.30	Telephone conference with J. Herrman, attorney for committee regarding EPIC loan (0.3).
07/27/06 A Jarvis	1.00	Conference call with M. Levinson and S. C. Strong regarding Diversified position on motion to distribute.
07/27/06 A Jarvis	.05	Draft agenda for Committee conference call.
07/27/06 A Jarvis	.05	Correspondence with Committees regarding Rio Rancho proposal.
07/27/06 A Jarvis	.47	Conference call with four committees regarding motion to distribute, Rio Rancho, exclusivity, plan progress.
07/27/06 B Kotter	2.20	Continued review of loan files and corporate records for privilege (1.7); e-mail to A. W. Jarvis, S. C. Strong, S. C. Tingey regarding loan file from Gould Patterson (.4); work on response to committee's joint request in cooperation with E. A. Monson (4.4); including meeting with M. Olson (1.1); and other employees (.6); phone call with S. C. Strong regarding scope (.6).

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- 07/27/06 R Madsen, II 2.43 Corporate document review and production with respect to various corporate entities, limited liability companies and other entities in response to joint committee request.
- 07/27/06 E Monson .30 Review e-mails from Lynn Ernce, S. C. Strong and Mark Olson regarding changes to Diversified's information on USA Capital web page and send reply e-mail to S. C. Strong (.3).
- 07/27/06 E Monson .20 Draft e-mail to L. Ernce regarding requested changes to USA web site (.2).
- 07/27/06 E Monson .05 Draft e-mail to S. Smith regarding sending out lists of people in funds to committee counsel and status of direct lender names (.2).
- 07/27/06 E Monson .87 Work on joint committee requests outlining status of what has been identified and what still need to be done (3.5).
- 07/27/06 E Monson .15 Go through files in Vicki Loob's office to determine if responsive to request (.6).
- 07/27/06 E Monson .08 Review e-mail exchange involving Rob Charles, A. W. Jarvis and Natalee Tanner involving document request and scanning and discuss with B. J. Kotter (.3).
- 07/27/06 E Monson .12 Conference with S. C. Strong and B. J. Kotter regarding Rob Charles e-mail exchange and document production (.5).
- 07/27/06 S Strong 2.00 Participate in telephone conference with S. Smith and A. W. Jarvis regarding issues raised by Diversified Committee respecting Motion to Distribute (0.7); further discussions with A. W. Jarvis regarding same (0.2); participate in conference call with A. W. Jarvis and M. Levinson regarding distribution issues and reorganization strategies (0.9); exchange emails with L. Ernce, M. Olson, E. A. Monson and A. W. Jarvis regarding debtors website and information regarding Diversified Fund on website (.2).

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- 07/27/06 S Strong .55 Participate in weekly conference call with debtors and committees counsel regarding various pending issues (1.7); telephone conference with B. J. Kotter and E. A. Monson regarding progress in reviewing and preparing documents, and arranging logistics, for response to joint committees request (.5).
- 07/28/06 A Jarvis .30 Correspondence regarding IP demands with respect to Diversified.
- 07/28/06 B Kotter 1.25 Follow up with Natalie Tanner regarding imaging request and draft e-mail to USA persons regarding vendor inquiries (.6); review of confidentiality agreements for S. C. Strong (1.3); follow up on joint committee request issues (1.4); legal research related to motion to distribute replies (1.7).
- 07/28/06 S Strong .23 Review email from M. Haftl with copies of all executed confidentiality agreements with potential DIP lenders and purchasers, as requested by Committees, and confer with B. J. Kotter regarding further review needed of debtors reciprocal confidential obligations respecting same (0.4); follow-up discussion with B. J. Kotter regarding same (0.1); telephone conference with M. Haftl regarding appraisal documents requested by UCC member (0.1); exchange emails with R. Charles regarding same, follow-up call with J. Reed and M. Haftl regarding same, and exchange follow-up emails with A. W. Jarvis and M. Haftl regarding same (0.3).
- 07/31/06 A Jarvis .17 Conference call with committees regarding exclusivity period extension, plan negotiations, document production, motion to distribute, funding requirements.
- 07/31/06 A Jarvis .13 Correspondence with committee on plan proposals; confidentiality agreement regarding term sheet proposal.
- 07/31/06 B Kotter .05 Conference with E. A. Monson regarding production (.2).

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07/31/06 E Monson	.03 Draft e-mail to LeeAnn Weese regarding follow up on joint committee requests for financial information (.1).
07/31/06 E Monson	.20 Work on joint committee requests and review e-mails from B. J. Kotter (.8).
07/31/06 S Strong	.30 Review notes and prepare agenda for weekly call with committees (0.3); participate in weekly conference call with Committees (0.6); telephone conference with S. Smith, J. Nugent and A. W. Jarvis regarding issues raised on weekly call (0.3).

TOTAL FOR LEGAL SERVICES RENDERED

\$14,209.11

# Exhibit D-16

**RAY QUINNEY & NEBEKER**

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Debtor USA Commercial Mortgage Co., et al.  
Thomas J. Allison 4484 South Pecos Road  
Las Vegas, NV 89121

August 25, 2006  
Invoice No. \*\*\*\*\*

For Legal Services Rendered Through July 31, 2006

**Matter No. 34585-00021**

**Unsecured Creditors Committee Relations**

07/03/06 S Strong	.15 Arrange details and outline issues for weekly committees call this week, and exchange emails with committees counsel regarding same (0.6).
07/05/06 S Strong	.10 Exchange emails and telephone conference with M. Kehl regarding logistics for July 11 meeting with committees and new information requests from committees (0.4).
07/05/06 S Strong	.40 Participate in weekly conference call with committees and debtors professionals (0.8); confer with A. W. Jarvis regarding issues raised by committees concerning motion to distribute, and draft email to committees counsel regarding their views on distribution (0.8).
07/06/06 S Strong	.15 Review emails from committees counsel regarding various positions on motion to distribute (0.3); exchange emails with L. Schwartzer regarding logistics for July 11 meeting with committees, and telephone conference with him regarding same (0.2); telephone conference with A. W. Jarvis regarding same (0.1).



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07/07/06 S Strong	.18 Telephone conference with A. W. Jarvis regarding issues and arrangements for next weeks meeting with Committees (0.5); exchange emails with L. Schwartzer regarding same (0.2).
07/09/06 A Jarvis	.10 Correspondence on committee presentation.
07/10/06 A Jarvis	.25 Conference call with T. Allison, M. Kehl, S. Smith, S. C. Strong regarding presentation for committee meeting, investor statement issues.
07/10/06 B Kotter	.40 E-mail exchange regarding privacy issues and the committee's discovery requests (.3); brief initial review of actual joint request (.2); legal research on Bank's obligation to inform customers of subpoena (1.1).
07/10/06 D Monson	.12 Review M. Kehl summary for Committees Meeting of Standard Property Development settlement proposal, and e-mail to M. Kehl with revisions and comments on appraisal issues, and further analysis of Standard Property appraisal (0.5).
07/10/06 S Strong	1.00 Work on materials for debtors presentation to Committees this week, and exchange emails with M. Kehl regarding same (1.3); prepare for weekly call with Committees professionals and exchange emails with S. Smith regarding information for same (0.6); participate in weekly call with committees professionals (0.7); telephone conference with A. W. Jarvis, T. Allison and Mesirow team regarding issues and planning for meeting with Committees this week (1.0); review email from A. W. Jarvis regarding additional materials needed for meeting, and review and assemble same (0.4).
07/11/06 A Jarvis	1.48 Preparation for and attendance at Committee meetings.
07/11/06 B Kotter	.22 Conference with S. C. Strong regarding committee meeting (.3); e-mail to J. Reed at Mesirow and review of power point presentation (.2); forward presentation to counsel (.3); follow up on document request with S. C. Strong (.1).

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- 07/11/06 S Strong .20 Review various loan summaries and loan information (0.3); telephone conference with M. Kehl regarding presentation to committees today (0.1); confer with B. J. Kotter regarding circulating copies of presentation, email to committees counsel regarding same, and review email from B. J. Kotter regarding same (0.4).
- 07/12/06 B Kotter .23 Review of document requests from committee (.6); conference with S. C. Strong regarding requests and debtors response with objections and production of various documents (.3).
- 07/12/06 E Monson .07 Discussion with S. C. Strong regarding discovery issues and review e-mail on joint committee request for information (.3).
- 07/12/06 S Strong .38 Further review and analysis of Joint Document Request from committees requesting 96 items of information (0.9); conferences with B. J. Kotter and E. Monson regarding same (0.6).
- 07/13/06 B Kotter .07 Respond to e-mail inquiry regarding committees' review of documents with their financial advisors and discuss privilege issues (.7).
- 07/13/06 S Strong .23 Confer with A. W. Jarvis regarding joint information request from committees (0.2); exchange emails with A. W. Jarvis, M. Kehl and E. A. Monson regarding general issues concerning dissemination of information to committees (0.3); review emails from A. W. Jarvis and S. Smith regarding joint information request of committees and further procedures needed (0.2).
- 07/14/06 A Jarvis .05 Correspondence regarding weekly committee meeting.
- 07/14/06 B Kotter .45 Conference with S. C. Strong regarding subpoena response and procedures for handling document requests (.3); telephone conference call with A. W. Jarvis, S. C. Strong, and E. A. Monson regarding production issues (1.1); prepare for production issues (.4).

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07/14/06 S Strong	.35 Further review of Joint Document Request from committees (0.3); participate in conference call with RQN and Mesirow teams regarding responding to same (1.1).
07/17/06 B Kotter	2.20 Continue reviewing documents for privilege and formulating response to the committees' joint request (8.2); telephone conference with S. C. Strong regarding privilege/confidentiality and privacy concerns (.6).
07/17/06 R Madsen, II	.13 Work on preparation for document review and production in Las Vegas.
07/17/06 S Strong	.38 Telephone conference with B. J. Kotter and E. A. Monson regarding issues in responding to joint committees document request (0.6); exchange emails with C. Pajak regarding progress with same (0.1); review emails from B. J. Kotter regarding categories of responsive information in loan files, and email to A. W. Jarvis regarding same (0.2); review and analysis of spreadsheets circulated to committees advisors containing backup for the Supplement to Motion to Distribute (0.6).
07/18/06 A Jarvis	.20 Correspondence on financial advisor for Unsecured Creditors' Committee.
07/18/06 A Jarvis	.08 Correspondence on documents requested by Committees.
07/18/06 A Jarvis	.08 Correspondence on issues relating to guarantees.
07/18/06 A Jarvis	.05 Correspondence on document request on loan files.
07/18/06 A Jarvis	.05 Conference call with T. Allison regarding Boise Gowan.
07/18/06 A Jarvis	.07 Correspondence on Boise Gowan funding needs.
07/18/06 A Jarvis	.05 Correspondence on updated financing needs.
07/18/06 A Jarvis	.08 Correspondence on Rio Rancho and the Gardens.

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07/18/06 B Kotter	2.35 Continue working on response to committees' joint request including meeting with various USA people possessing knowledge relevant to request; continue review of documents for privilege concerns.
07/18/06 R Madsen, II	.75 Review of loan documentation and communications with respect to attorney-client privileged communications.
07/18/06 R Madsen, II	.70 Work on creating privileged log of attorney-client privileged documentation.
07/18/06 E Monson	1.05 Meet with Angie and work through Joint Committee requests and organization chart (4.2).
07/18/06 S Strong	.15 Telephone conference with B. J. Kotter and E. A. Monson regarding status of their review of documents to be produced in response to committees request (0.3); further discussions with B. J. Kotter regarding same (0.3).
07/18/06 S Strong	.10 Review emails from committees professionals regarding same (0.4).
07/18/06 S Strong	.23 Participate in telephone conference with S. Smith and committees FAs regarding Motion to Distribute calculations and assumptions (.9).
07/18/06 A Tsu	1.75 Review of loan documentation and communications with respect to attorney-client privilege, work product privilege and other privileged communications (3.0); creating a privilege log for documents determined to be privileged (2.8); reviewing investor files to create sample files for discovery purposes; reviewing and redacting information relating to same (1.2).
07/19/06 A Jarvis	.07 Correspondence with T. Allison regarding committee meeting.
07/19/06 A Jarvis	.07 Correspondence with T. Allison regarding meetings with Committee.

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- 07/19/06 A Jarvis .50 Conference call with Committees regarding document production, distribution motion, unfunded requirements, plan issues.
- 07/19/06 B Kotter 1.58 Meeting with E. A. Monson regarding response to joint request (.8); phone conference with E. A. Monson, S. C. Strong, A. W. Jarvis and Mesirow regarding production (.6); weekly joint committee phone call (2.3); work on response to request (2.1); phone call with R. Charles and paralegal regarding imaging of documents and possibility of web-based hosting (.2); e-mail exchange with Natalie (.3).
- 07/19/06 E Monson .10 Meet with B. J. Kotter to discuss joint committee requests (.4).
- 07/19/06 E Monson .08 Review e-mails from B. J. Kotter and others regarding document production issues (.3).
- 07/19/06 E Monson .35 Follow up on possible protective order and other issues relating to response to joint committee requests (1.4).
- 07/19/06 E Monson .45 Participate in committee conference call (1.8).
- 07/19/06 S Strong .75 Participate in conference call with A. W. Jarvis, E. A. Monson, B. J. Kotter and Mesirow team regarding document production issues in responding to joint committees request (0.5); participate in weekly conference call with committees professionals regarding various pending issues (2.0); telephone conference with R. Charles regarding process for responding to joint committees document request (0.2); telephone conference with R. Charles, N. Tanner, and B. J. Kotter regarding same (0.3).
- 07/19/06 S Tingey .77 Meeting with A. W. Jarvis and other attorneys regarding administrative coordination and status issues (1.1); compile and review guarantor information regarding issues raised by committees (1.6).
- 07/20/06 A Jarvis .20 Conference call with Mesirow team regarding document production, investor statements, information for committees.

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07/20/06 A Jarvis	.20 Review analysis by UCC financial advisor on holdback, information for committee meeting.
07/20/06 B Kotter	.42 Finish redacting proposed sample investor files (.8); continue work on responding to the committees' joint request (.9).
07/20/06 E Monson	.05 Draft and send e-mail to R. Hilson regarding joint committee request (.2).
07/20/06 E Monson	.40 Work on review and response to joint committee requests (1.6).
07/20/06 S Strong	1.15 Exchange emails with B. J. Kotter regarding SEC document production requested by committees, and confer with M. W. Pugsley regarding same (0.3); review redacted investor files from B. J. Kotter and exchange emails with him and E. A. Monson regarding same (0.3); arrange for tomorrow's conference call with committees regarding details of proposed distribution to investors, exchange emails with M. Kehl regarding same, and send email to committees working group regarding same (0.5); research and analysis of possible legal grounds for and against allowing investors to offset unpaid principal against overpaid interest (2.4); various discussions with A. W. Jarvis regarding same (0.4); telephone conference with A. W. Jarvis, T. Allison and S. Smith regarding same (0.4); exchange emails with S. Smith, T. Allison and R. Charles regarding recharacterization of prepaid interest and principal payments within certain loans (0.3).
07/21/06 A Jarvis	.25 Conference call with Committees.
07/21/06 B Kotter	.18 Draft e-mail to M. Olsen regarding response to committees' joint request (.7).
07/21/06 E Monson	.05 Review e-mails from B. J. Kotter and M. Olson regarding joint committee requests (.2).
07/21/06 E Monson	.07 Review e-mail from R. Hilson on joint committee request and send reply (.2); Review additional e-mail response from R. Hilson (.1).

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07/21/06 S Strong	.30	Participate in conference call with debtors' and committees' professionals regarding details of proposed distribution of funds (1.0); follow-up discussions with A. W. Jarvis regarding same (0.2).
07/21/06 S Strong	.10	Confer with S. C. Tingey regarding loan summary needed for committees (0.3); review email from S. C. Tingey to S. Steele regarding same (0.1).
07/21/06 S Strong	.05	Review emails from B. J. Kotter and USA staff regarding document production progress and logistics in responding to joint committee request (.2).
07/25/06 A Jarvis	2.10	Meeting with Unsecured Creditors Committee.
07/25/06 A Jarvis	.32	Meeting with Committees, potential bidder.
07/25/06 B Kotter	.87	Conference with M. W. Pugsley regarding SEC production issues and response to joint committee request (.4); meet with IT regarding duplication of CD/DVD's of documents (.3); conference with S. C. Strong regarding document production issues (.4); continue work on cataloging documents and preparing response to request (2.4).
07/25/06 R Madsen, II	.43	Review and revisions to privileged documents log.
07/25/06 E Monson	.58	Conference with A. W. Jarvis, T. Allison and representatives of First Trust Deed Committee and Direct Lenders Committee and counsel (2.3).
07/25/06 S Strong	.08	Telephone conference with M. Kehl and J. Nugent regarding revised Funding Requirements list for committees (.2); exchange emails with M. Kehl regarding Hilco appraisals requested by committees (.1).
07/26/06 A Jarvis	.33	Telephone conference with S. C. Strong regarding committee meetings, motion to distribute funds, plan negotiations.
07/26/06 A Jarvis	.08	Correspondence regarding motion to distribute, recoupment issues.



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07/26/06 A Jarvis .10 Correspondence with Committees on Motion to Distribute.

07/26/06 B Kotter 2.65 Review CDs produced to SEC (.8); conference with R. H. Madsen regarding continued privilege review (.4); conference with E. A. Monson regarding response to joint request (.3); conference with R. Hilson regarding response (.3); meeting with potential vendors (1.8); obtain file from Gould and review for privilege (1.6); continued work on response to committee request (5.4).

07/26/06 R Madsen, II 2.35 Corporate document review and production with respect to various corporate entities, limited liability companies and other entities in response to joint committee request.

07/26/06 E Monson .05 Draft e-mail to S. Smith regarding direct lender requests and lists of investors to Diversified and First Trust Deed Funds (.2).

07/26/06 E Monson .13 Review e-mail from S. Smith and drafts of investor lists and send reply e-mails (.5).

07/26/06 E Monson .30 Meet with R. Hilson, LePome, and S. Smith to go over financial information requested in joint committee requests (1.2).

07/26/06 E Monson .40 Work on other issues involving joint committee requests including discussions with R. Madsen regarding privilege, confidentiality and privacy issues (1.6).

07/26/06 E Monson .05 Discussion with S. C. Strong on document production issues (.2).

07/26/06 S Strong .13 Exchange various emails with counsel for committees regarding rescheduling weekly conference call (0.2); confer with S. C. Tingey regarding status of loan summaries requested by committees (0.1); telephone conferences with B. J. Kotter and E. A. Monson regarding issues in responding to joint committees document requests (0.2).

07/27/06 A Jarvis .10 Telephone call to R. Charles regarding committee requests.



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07/27/06 A Jarvis	.20 Telephone call to R. Charles regarding answers to questions regarding motion to distribute.
07/27/06 A Jarvis	.05 Draft agenda for Committee conference call.
07/27/06 A Jarvis	.05 Correspondence with Committees regarding Rio Rancho proposal.
07/27/06 A Jarvis	.48 Conference call with four committees regarding motion to distribute, Rio Rancho, exclusivity, plan progress.
07/27/06 B Kotter	2.20 Continued review of loan files and corporate records for privilege (1.7); e-mail to A. W. Jarvis, S. C. Strong, S. C. Tingey regarding loan file from Gould Patterson (.4); work on response to committee's joint request in cooperation with E. A. Monson (4.4); including meeting with M. Olson (1.1); and other employees (.6); phone call with S. C. Strong regarding scope (.6).
07/27/06 R Madsen, II	2.43 Corporate document review and production with respect to various corporate entities, limited liability companies and other entities in response to joint committee request.
07/27/06 E Monson	.13 Conference with S. C. Strong and B. J. Kotter regarding Rob Charles e-mail exchange and document production (.5).
07/27/06 E Monson	.05 Draft e-mail to S. Smith regarding sending out lists of people in funds to committee counsel and status of direct lender names (.2).
07/27/06 E Monson	.88 Work on joint committee requests outlining status of what has been identified and what still need to be done (3.5).
07/27/06 E Monson	.15 Go through files in Vicki Loob's office to determine if responsive to request (.6).
07/27/06 E Monson	.07 Review e-mail exchange involving Rob Charles, A. W. Jarvis and Natalee Tanner involving document request and scanning and discuss with B. J. Kotter (.3).

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- 07/27/06 S Strong .55 Participate in weekly conference call with debtors and committees counsel regarding various pending issues (1.7); telephone conference with B. J. Kotter and E. A. Monson regarding progress in reviewing and preparing documents, and arranging logistics, for response to joint committees request (.5).
- 07/28/06 B Kotter 1.25 Follow up with Natalie Tanner regarding imaging request and draft e-mail to USA persons regarding vendor inquiries (.6); review of confidentiality agreements for S. C. Strong (1.3); follow up on joint committee request issues (1.4); legal research related to motion to distribute replies (1.7).
- 07/28/06 S Strong .23 Review email from M. Haftl with copies of all executed confidentiality agreements with potential DIP lenders and purchasers, as requested by Committees, and confer with B. J. Kotter regarding further review needed of debtors reciprocal confidential obligations respecting same (0.4); follow-up discussion with B. J. Kotter regarding same (0.1); telephone conference with M. Haftl regarding appraisal documents requested by UCC member (0.1); exchange emails with R. Charles regarding same, follow-up call with J. Reed and M. Haftl regarding same, and exchange follow-up emails with A. W. Jarvis and M. Haftl regarding same (0.3).
- 07/31/06 A Jarvis .18 Conference call with committees regarding exclusivity period extension, plan negotiations, document production, motion to distribute, funding requirements.
- 07/31/06 A Jarvis .12 Correspondence with committee on plan proposals; confidentiality agreement regarding term sheet proposal.
- 07/31/06 B Kotter .05 Conference with E. A. Monson regarding production (.2).
- 07/31/06 E Monson .02 Draft e-mail to LeeAnn Weese regarding follow up on joint committee requests for financial information (.1).

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07/31/06 E Monson	.20 Work on joint committee requests and review e-mails from B. J. Kotter (.8).
07/31/06 S Strong	.30 Review notes and prepare agenda for weekly call with committees (0.3); participate in weekly conference call with Committees (0.6); telephone conference with S. Smith, J. Nugent and A. W. Jarvis regarding issues raised on weekly call (0.3).

TOTAL FOR LEGAL SERVICES RENDERED

\$10,638.14